

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:) Chapter 11
ROUGE INDUSTRIES, INC., et al.) Case No. 03-13272 (MFW)
Debtors.) (Jointly Administered)



**NOTICE OF DEADLINE OF APRIL 5, 2004, AT 4:00 P.M. (EASTERN TIME) TO FILE
PROOFS OF CLAIM AND REQUESTS FOR PAYMENT AGAINST ROUGE INDUSTRIES, INC., et al.**

TO ALL CREDITORS, EQUITY INTEREST HOLDERS AND OTHER PARTIES IN INTEREST, PLEASE TAKE NOTICE OF THE FOLLOWING:

On October 23, 2003 (the "Petition Date"), Rouge Industries, Inc. and its affiliated debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (as amended, the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Court").

Under the Bankruptcy Code, the Debtors are granted certain protections against creditors. A creditor is anyone to whom the Debtors owe money or property. Creditors are prohibited from taking any actions to collect money or property from the Debtors. CREDITORS WHO OWE AMOUNTS TO THE DEBTORS ARE REQUIRED TO PAY SUCH AMOUNTS, EVEN THOUGH THE DEBTORS OWE MONEY OR PROPERTY TO THE CREDITORS; AND CREDITORS MAY NOT SET OFF AMOUNTS THEY OWE TO THE DEBTORS AGAINST AMOUNTS OWED BY THE DEBTORS TO THEM WITHOUT SPECIFIC AUTHORIZATION FROM THE COURT. If unauthorized actions are taken by a creditor against the Debtors, the Court may penalize that creditor. A creditor who is considering taking action against the Debtors, or property of the Debtors, may wish to consult an attorney. The staff of the Clerk of the Court is not permitted to give legal advice.

Prepetition Bar Date

By Order of this Court entered February 18, 2004 (the "Bar Date Order"), the last date and time for filing proofs of claim against the Debtors is **April 5, 2004, at 4:00 p.m. (Eastern Time)** (the "Prepetition Bar Date"), provided that the Prepetition Bar Date applicable to governmental units (as defined in section 101 (27) of the Bankruptcy Code) is April 30, 2004. The Prepetition Bar Date and the procedures set forth below for the filing of proofs of claim apply to all claims against the Debtors that arose on or before the Petition Date.

You MUST file a proof of claim if you have a claim that arose on or before the Petition Date, and it is not an Excluded Prepetition Claim (as defined below). Acts or omissions of the Debtors that arose on or before the Petition Date may give rise to claims against the Debtors notwithstanding that such claims may not have matured or become fixed or liquidated prior to such date. Under section 101 (5) of the Bankruptcy Code as used herein, the word "claim" means (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

Creditors holding or wishing to assert the following types of claims arising on or before the Petition Date are not required to file proofs of claims respecting such claims:

- (a) Any claim for which a proof of claim against the Debtors utilizing a claim form which substantially conforms to Official Form No. 10 has already been properly filed with the Claims Docketing Center (as defined below) or the Clerk of the Court;
- (b) Any claim (i) which is listed on the Debtors' Schedules of Liabilities (the "Schedules"), (ii) which is not described in the Schedules as "disputed," "contingent" or "unliquidated" and, (iii) as to which claim the holder of such claim does not dispute the amount, priority, status or nature of the claim as set forth in the Schedules;¹
- (c) Any claim to the extent that such claim has been paid by the Debtors with the authorization of this Court;
- (d) Any claim which seeks to assert only stock ownership interests; provided, however, if you hold a claim of any kind, or are alleging damages or asserting causes of action based upon or arising from your stock ownership interests, you must file a proof of claim by the Prepetition Bar Date; and
- (e) Any claim that has been fixed and allowed by an order of this Court entered on or before the Prepetition Bar Date.

The foregoing claims are collectively referred to herein as the "Excluded Prepetition Claims".

YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS. THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.

If you wish to submit a rejection/damages claim arising from the Debtors' rejection of an executory contract or unexpired lease during this Chapter 11 case, such proof of claim must be filed by the later of (a) thirty (30) days after the effective date of rejection of such executory contract or unexpired lease as provided by an order of this Court or pursuant to a notice under procedures approved by this Court and (b) the Prepetition Bar Date. Any other claims arising before the Petition Date with respect to any leases or contracts of the Debtors must be filed by the Prepetition Bar Date.

EXCEPT WITH RESPECT TO EXCLUDED PREPETITION CLAIMS, ANY CREDITOR WHO FAILS TO FILE A PROOF OF CLAIM ON OR BEFORE 4:00 P.M. (EASTERN TIME) ON APRIL 5, 2004 FOR ANY CLAIMS THAT SUCH CREDITOR HOLDS OR WISHES TO ASSERT AGAINST THE DEBTORS, WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM (OR FILING A PROOF OF CLAIM WITH RESPECT TO SUCH CLAIM) AGAINST THE DEBTORS AND THE DEBTORS AND THEIR PROPERTY WILL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM, AND SUCH HOLDER SHALL NOT BE PERMITTED TO VOTE ON ANY PLAN OF REORGANIZATION OR LIQUIDATION OR PARTICIPATE IN ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM, OR TO RECEIVE FURTHER NOTICES REGARDING SUCH CLAIM.

¹ Pertinent portions of the Debtors' Schedules are attached hereto for reference.

Administrative Bar Date

Pursuant to the Bar Date Order, the last date and time for filing requests for payment of Administrative Expenses (as defined herein) that arose during the period from and including October 23, 2003, through and including January 30, 2004, against the Debtors is **April 5, 2004 at 4:00 p.m. (Eastern Time)** (the "Administrative Bar Date" and together with the Prepetition Bar Date, the "Bar Dates"). You MUST file a request for payment by the Administrative Bar Date if you hold or assert an Administrative Expense that accrued on or prior to January 30, 2004, and that is not an Excluded Administrative Expense (as defined below).

For purposes of application of the Administrative Bar Date, "Administrative Expense" includes: (a) any right to payment constituting a cost or expense of administration under sections 503(b) and 507(a)(1) of the Bankruptcy Code, including without limitation (i) any actual and necessary costs and expenses of preserving the Debtors' estates, (ii) any actual and necessary costs and expenses of operating the Debtors' businesses, (iii) any indebtedness or obligations incurred or assumed by the Debtors post-petition in the ordinary course of their business, and (iv) any claim for compensation and reimbursement of expenses held or asserted by any person or professional not retained or employed by the Debtors pursuant to an Order of this Court; (b) any right to payment or performance arising from and after the order for relief in the Debtors' bankruptcy case in respect of any unexpired lease of nonresidential real property pursuant to section 365(d)(3) of the Bankruptcy Code; and (c) any right to payment or performance first arising from or after 60 days after the order for relief in the Debtors' bankruptcy case in respect of any unexpired lease of personal property pursuant to section 365(d)(10) of the Bankruptcy Code.

The Bar Date Order further provides that requests for payment of the following Administrative Expenses are not required to be filed by the Administrative Bar Date:

- (a) Any Administrative Expense in respect of which a formal request for payment has already been properly filed with this Court;
- (b) Any Administrative Expense of a person or professional retained or employed by the Debtors pursuant to an Order of this Court for compensation and reimbursement of expenses pursuant to sections 327, 328, 330 or 331 of the Bankruptcy Code;
- (c) Any Administrative Expense that has been fixed and allowed by Order of this Court entered prior to the Administrative Bar Date; and
- (d) Any Administrative Expense of the Office of the United States Trustee in respect of claims that arise in connection with fees due under 28 U.S.C. § 1930.

The foregoing Administrative Expenses are collectively referred to herein as the "Excluded Administrative Expenses."

EXCEPT WITH RESPECT TO EXCLUDED ADMINISTRATIVE EXPENSES, ANY CREDITOR WHO FAILS TO FILE ON OR BEFORE 4:00 P.M. (EASTERN TIME) ON APRIL 5, 2004, A REQUEST FOR PAYMENT OF AN ADMINISTRATIVE EXPENSE ARISING ON OR PRIOR TO JANUARY 30, 2004, WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH ADMINISTRATIVE EXPENSE (OR FILING A REQUEST FOR PAYMENT WITH RESPECT TO SUCH ADMINISTRATIVE EXPENSE) AGAINST THE DEBTORS AND THE DEBTORS AND THEIR PROPERTY WILL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH ADMINISTRATIVE EXPENSE, AND SUCH HOLDER SHALL NOT BE PERMITTED TO PARTICIPATE IN ANY DISTRIBUTION IN THIS CHAPTER 11 CASE ON ACCOUNT OF SUCH ADMINISTRATIVE EXPENSE.

Procedures Generally Applicable to the Filing of Proofs of Claim and Requests for Payment of Administrative Expenses

Except as provided herein, proofs of claim and requests for payment of Administrative Expenses must be filed so as to be received on or before the applicable Bar Date at the following addresses (the "Claims Docketing Center"):

If via U.S. mail:

Rust Consulting, Inc.
P.O. Box 1689
Faribault, Minnesota 55021-1689
Attn: Rouge Industries, Inc., et al. Claims Processing

If via delivery by hand, courier or overnight service:

Rouge Industries, Inc., et al. Claims Processing
c/o Rust Consulting, Inc.
201 South Lyndale
Faribault, Minnesota 55021

A proof of claim or a request for payment of an Administrative Expense will be deemed timely filed only if the original proof of claim or request for payment of an Administrative Expense, as appropriate, is mailed or delivered by hand, courier or overnight service so as to be actually received by the Claims Docketing Center on or before the Bar Dates. Proofs of claim and requests for payment of Administrative Expenses may not be sent by facsimile, telecopy or other electronic means.

If you file a proof of claim or request for payment of an Administrative Expense, your filed proof of claim or request for payment must (a) be written in the English language, (b) be denominated in lawful currency of the United States, (c) (i) if a proof of claim, conform substantially with the enclosed proof of claim form or Official Form No. 10 and, (ii) if a request for payment of an Administrative Expense, conform substantially with the enclosed request for payment form, and (d) attach copies of any writings upon which your claim or Administrative Expense is based. If a proof of claim form or request for payment form is not enclosed herewith, you may obtain a proof of claim form or request for payment form by written request to Rust Consulting, Inc., P.O. Box 1689, Faribault, Minnesota 55021-1689 or at the website address www.uscourts.gov under the links for "United States Bankruptcy Court" and then "Official Bankruptcy Forms." Additionally, you may obtain a proof of claim form from any bankruptcy court clerk's office, from your lawyer or from certain business supply stores.

You may be listed as the holder of a claim against the Debtors in the Debtors' Schedules of Liabilities, as the same may be amended from time to time (as amended, the "Debtors' Schedules"). **To determine if and how you are listed on the Debtors' Schedules, if a proof of claim form is enclosed herewith, please refer to the proof of claim form, near the top of the right hand side of the first page, for the scheduled claim information.** Copies of the Debtors' Schedules and the Bar Date Order may be examined by interested parties between the hours of 8:00 a.m. and 3:00 p.m. (Eastern Time) at the office of the Clerk of the Court, 824 Market Street, Wilmington, Delaware 19801, or by appointment during regular business hours at the offices of the Debtors' attorneys: Morris, Nichols, Arshat & Tunnell, 1201 N. Market Street, 18th Floor, Wilmington, Delaware 19801 (Attn: Donna L. Harris, Esq., Ph: (302) 658-9200). Additionally, copies of the Debtors' Schedules may be downloaded from the Court's docket at www.deb.uscourts.gov.

If you have any questions regarding the filing, amount, nature or processing of a proof of claim or request for payment, please call (507) 333-4599. **YOU SHOULD CONSULT YOUR ATTORNEY REGARDING ANY OTHER INQUIRIES, SUCH AS WHETHER YOU SHOULD FILE A PROOF OF CLAIM. DO NOT ATTEMPT TO CONTACT THE COURT FOR ADVICE.**

Dated: Wilmington, Delaware
February 18, 2004

**BY ORDER OF THE UNITED STATES
BANKRUPTCY COURT**

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE
ROUGE INDUSTRIES, INC., ET AL. CLAIMS PROCESSING DEPARTMENT
P.O. Box 1689
FARIBAULT, MN 55021-1689

In re:
Rouge Industries, Inc., et al.,
Debtors.

Chapter 11
Case Nos. 03-13272 (MFW)
Jointly Administered

REQUEST FOR
PAYMENT OF
ADMINISTRATIVE
EXPENSE

Name of Debtor Against Which Claim Is Held:

Case Number of Debtor:

IMPORTANT: THIS FORM SHOULD ONLY BE USED TO MAKE A CLAIM FOR AN ADMINISTRATIVE EXPENSE ARISING ON OR PRIOR TO JANUARY 30, 2004. THIS IS NOT A PROOF OF CLAIM FORM FOR OBLIGATIONS ARISING BEFORE THE COMMENCEMENT OF THESE CASES. IF YOU HAVE ALREADY FILED A PROOF OF CLAIM AGAINST THE DEBTORS, YOU DO NOT NEED TO RETURN THIS FORM *UNLESS* YOU ALSO HAVE AN ADMINISTRATIVE CLAIM AGAINST ONE OR MORE OF THE DEBTORS.

Name and Address of Creditor:

- ☐ Check here if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
- ☐ Check here if you have never received any notices from the bankruptcy court in these cases
- ☐ Check here if your address differs from the address to which this form was sent

Telephone Number:

THIS SPACE IS FOR COURT USE ONLY

Account or other number by which the creditor identifies the debtor:

Check here ☐ replaces a previously filed claim, dated _____
if this claim ☐ amends

1. Basis for Claim

- ☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☐ Other: _____

- ☐ WARN Act Claim
☐ Retiree benefits as defined in 11 U.S.C. § 1114(a)
☐ Wages, salaries, and compensation (fill out below)
Your SS#: _____ - _____ - _____
Unpaid compensation for services performed
from _____ to _____
(date) (date)

2. Date debt was incurred:

3. If court judgment, date obtained:

4. Total Amount of Administrative Claim: \$ _____

☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Brief Description of Claim (attach any additional information)

6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien.

DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)

INSTRUCTIONS FOR FILING REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

DEFINITIONS

Administrative Expense Claims

The claims described in sections 503 and 507 of title 11 of the United States Code. Among other things, these sections provide that certain types of claims are entitled to administrative expense priority, including, without limitation: (i) the actual, necessary costs and expenses of preserving the estate, including wages, salaries, or commissions for services rendered after the commencement of the bankruptcy case; (ii) certain taxes and penalties related thereto; (iii) compensation and reimbursement of certain officers; (iv) the actual, necessary expenses incurred by (a) certain creditors, (b) a creditor, an indenture trustee, an equity security holder, or a committee representing any such entities, in making a substantial contribution to a debtor's chapter 11 case, (c) a custodian, (d) members of certain committees if incurred in the performance of the duties of such committees; and (v) compensation for services rendered by an indenture trustee.

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor. Please see the chart below for a list of the Debtors.

Administrative Expense Creditor

An Administrative Expense Creditor is any person, corporation, or other entity to whom the Debtor owes an Administrative Expense Claim.

Request For Payment Of Administrative Expense

A form filed with the clerk of the bankruptcy court where the bankruptcy case was filed (or its agent), informing the bankruptcy court how much an Administrative Expense Creditor alleges a Debtor owes for an Administrative Expense Claim.

Administrative Expense Claims Bar Date

The Administrative Expense Claims Bar Date is April 5, 2004 at 4:00 p.m. (Eastern Time). However, holders of the following types of administrative expense claims need not file requests for payment of administrative expenses by the Administrative Claims Bar Date:

- (i) Any Administrative Expense in respect of which the claimant has already filed a formal request for payment with this Court;
- (ii) Any administrative expense of a person or professional retained or employed by the debtors pursuant to an Order of this Court for compensation and reimbursement of expenses pursuant to sections 327, 328, 330 or 331 of the Bankruptcy Code;
- (iii) Any Administrative Expense that has been fixed and allowed by Order of this Court; and
- (iv) Any Administrative Expense of the Office of the United States Trustee in respect of claims that arise in connection with fees due under 28 U.S.C § 1930.

ITEMS TO BE COMPLETED IN REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE

Name of Debtor and Case Number:

A complete list of Debtors with corresponding case numbers is listed below. You MUST fill in the specific Debtor against which your claim is asserted. If you are asserting claims against more than one Debtor, you MUST file a separate Administrative Expense Proof of Claim for each Debtor.

<u>Name of Debtor</u>	<u>Case No.</u>
Rouge Industries, Inc.	03-13272 (MFW)
Rouge Steel Company	03-13273 (MFW)
QS Steel Inc.	03-13274 (MFW)
Eveleth Taconite Company	03-13275 (MFW)

Information about Administrative Expense Creditor:

Complete the section giving the name, address, and telephone number of the Administrative Expense Creditor to whom the Debtor owes money or property, and the Debtor's account number, if any. If anyone else has already filed an administrative claim request form or proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Administrative Expense Request:

Check the type of debt for which the request for payment of administrative expense is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the Debtors, fill in your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the Debtors.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Administrative Expense Request:

Fill in the total amount of the entire administrative expense request. If interest or other charges in addition to the principal amount of request are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Brief Description of Administrative Expense Claim

6. Credits:

By signing this request for payment of administrative expense, you are stating under oath that in calculating the amount of your request you have given the Debtor credit for all payments received from the Debtor.

7. Supporting Documents:

You must attach to this request for payment of administrative expense form copies of documents that show the Debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

ALL REQUESTS FOR PAYMENT OF ADMINISTRATIVE EXPENSES MUST BE RECEIVED ON OR BEFORE APRIL 5, 2004, AT 4:00 P.M. (EASTERN TIME), AT THE FOLLOWING ADDRESS:

IF SENT BY HAND OR OVERNIGHT COURIER:

Rouge Industries, Inc., et al., Claims Processing
c/o Rust Consulting, Inc.
201 S Lyndale Avenue
Faribault, MN 55021

IF SENT BY MAIL:

Rust Consulting, Inc.
Attn: Rouge Industries, Inc., et al. Claim Processing
P.O. Box 1689
Faribault, MN 55021-1689

ADMINISTRATIVE EXPENSE CLAIM REQUESTS MAY NOT BE DELIVERED BY FACSIMILE, TELECOPY TRANSMISSION OR ELECTRONIC MAIL.

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE
 ROUGE INDUSTRIES, INC., ET AL. CLAIMS PROCESSING DEPARTMENT
 P.O. BOX 1689
 FARIBAULT, MN 55021-1689

In re:
 Rouge Industries, Inc., et al.,
 Debtors.

Chapter 11
 Case Nos. 03-13272 (MFW)
 Jointly Administered

PROOF OF CLAIM

THIS SPACE IS FOR COURT USE ONLY

Name of Debtor Against Which Claim is Held:
 Rouge Steel Company

Case Number of Debtor:
 03-13273 (MFW)

Debtor has scheduled your
 claim(s) as follows:

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. §503.

Name of Creditor (The person or other entity to whom the debtor owes money or property):

US Environmental Protection Agency

Name and Address where notices should be sent:

Osc Brian Kelly (Se-Gi)
 9311 Groh Rd
 Grosse Ile, MI 48138-1636



Telephone Number:

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

☐ Check box if you have never received any notices from the bankruptcy court in this case.

☐ Check box if the address differs from the address on the envelope sent to you by the court.

Account or other number by which creditor identifies debtor:

Check here if this claim

☐ replaces
☐ amends

a previously filed claim, dated: _____

1. Basis for Claim

- ☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☐ Other _____

☐ Retiree benefits as defined in 11 U.S.C. §1114(a)

☐ Wages, salaries, and compensation (fill out below)

Last four digits of SS #: _____

Unpaid compensation for services performed

from _____ to _____
 (date) (date)

2. Date debt was incurred:

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed: \$ _____ \$ _____ \$ _____ \$ _____
 (Unsecured) (Secured) (Priority) (Total)

If all or part of your claim is secured or entitled to priority, also complete item 5 or 7 below.

- ☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Secured Claim.

- ☐ Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

- ☐ Real Estate ☐ Motor Vehicle
☐ Other _____

Value of Collateral: \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

6. Unsecured Nonpriority Claim \$ _____

- ☐ Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.

7. Unsecured Priority Claim.

- ☐ Check this box if you have an unsecured priority claim
 Amount entitled to priority \$ _____ Specify the priority of the claim:

☐ Wages, salaries, or commissions (up to \$4,650),* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).

☐ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).

☐ Up to \$ 2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).

☐ Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).

☐ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

☐ Other - Specify applicable paragraph of 11 U.S.C. § 507(a)().

*Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

8. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

9. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements, running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

10. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

THIS SPACE IS FOR COURT USE ONLY

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

DEFINITIONS

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

Creditor

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

Proof of Claim

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed.

Secured Claim

A claim is a secured claim to the extent that the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property. Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

Unsecured Claim

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

Unsecured Priority Claim

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

Items to be completed in Proof of Claim form (if not already filled in)

Name of Debtor, and Case Number:

The name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.

Name of Debtor	Case No.
Rouge Industries, Inc.	03-13272 (MFW)
Rouge Steel Company	03-13273 (MFW)
QS Steel Inc.	03-13274 (MFW)
Eveleth Taconite Company	03-13275 (MFW)

Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in the last four digits of your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Claim at Time Case Filed:

Fill in the applicable amounts, including the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Secured Claim:

Check the appropriate place if the claim is a secured claim. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured. (See DEFINITIONS, above).

6. Unsecured Nonpriority Claim:

Check the appropriate place if you have an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim". (See DEFINITIONS, above). If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount **not** entitled to priority.

7. Unsecured Priority Claim:

Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

8. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

9. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

RETURN CLAIM FORM (WITH ATTACHMENTS, IF ANY) AND ADDITIONAL COPY OF CLAIM FORM AND ATTACHMENTS (IF FILER WANTS CLOCKED COPY RETURNED TO THEM. INCLUDE ANOTHER COPY FOR SELF AND SELF ADDRESSED ENVELOPE) TO:

IF SENT BY HAND OR OVERNIGHT COURIER:

Rouge Industries, Inc., et al., Claims Processing
c/o Rust Consulting, Inc.
201 S Lyndale Avenue
Faribault, MN 55021

IF SENT BY MAIL:

Rust Consulting, Inc.
Attn: Rouge Industries, Inc., et al. Claims Processing
P.O. Box 1689
Faribault, MN 55021-1689

The Bar Date for filing a proof of claim against the debtor is **April 5, 2004 at 4:00 p.m. (Eastern Time)**

Rouge Industries Inc. Bankruptcy
c/o Rust Consulting Inc.
PO Box 1689
Faribault MN 55021-1689

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